

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEBRASKA**

IN THE MATTER OF)	Case No. BK 17-81127-TLS
)	
EAT FIT GOT HEALTHY FOODS, LLC et al ¹)	Chapter 11
)	
Debtors.)	

MOTION TO LIMIT NOTICE

COME NOW Eat Fit Go Healthy Foods, LLC et al., debtors and debtors-in-possession in the above captioned Chapter 11 bankruptcy case ("Debtors"), and in support of their Motion to Limit Notice pursuant to 11 U.S.C. §§ 105(a) ("Motion"), state and allege as follows:

Jurisdiction and Venue

1. On July 31, 2018 (the "Petition Date") Debtors filed 10 separate voluntary petitions for relief under Chapter 11 of the Bankruptcy Code in this Court (the "Related Cases") in the United States Bankruptcy Court for the District of Nebraska (the "Bankruptcy Court").

2. Each Debtor remains in possession of its assets and continues to operate as debtor-in-possession in accordance with 11 U.S.C. §§ 1107 and 1108.

3. An Official Committee of Unsecured Creditors has not yet been appointed in any of the Related Cases.

4. This is a core proceeding pursuant to 28 U.S.C. §157(b)(2).

5. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.

6. Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

7. After evaluating all of their alternatives, and after consultation with Access Bank (the "Lender"), Debtors have concluded that the best mechanism for maximizing the value of their

¹ Debtors in this case include: Eat Fit Go Omaha Kitchen, LLC, Eat Fit Go Kansas City Kitchen, LLC, Eat Fit Go Georgia Kitchen, LLC, Eat Fit Go Arizona Kitchen, LLC, Eat Fit Go Healthy Foods - Des Moines, LLC, Eat Fit Go Healthy Foods - Kansas City, LLC, EFG Shared Services, LLC (No Rev), Eat Fit Go Healthy Foods - Omaha, LLC, and Eat Fit Go Healthy Foods - Minnesota, LLC.

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assets is through the sale of all or substantially all of their assets as a going concern (the "Assets"), free and clear of all liens and encumbrances pursuant to 11 U.S.C. § 363 ("Sale"). In connection therewith, Debtors desire to establish certain bidding procedures ("Bidding Procedures") to facilitate the Sale and maximize the return to the estates from the Sale.

8. To that end, Debtors have filed an appropriate motion to retain the firm of Peak Franchise Capital, LLC (the "Firm") as professional marketers to assist Debtors in these bankruptcy cases. The Firm is a Dallas based entity that specializes in Acquisitions & Divestitures, Debt & Equity Capital issues, Restructuring & Bankruptcy Services, CFO Services, and Business Valuations. The Firm also has expertise in franchise based companies

9. The marketing process has been underway for several weeks now. In order to facilitate the plans sale of Debtors' Assets, Debtors have filed their *Motion for Order Approving Bidding Procedures* ("Procedures Motion") and *Motion for Order pursuant to 11 U.S.C. §§ 105(a) and 365 and Fed. R. Bank. P. ("Rule") 6006 Authorizing and Approving Procedures Governing the Assumption and Assignment of Executory Contracts and Unexpired Leases* ("Assumption Motion").

10. According to the current creditor matrix, Debtors have hundreds of creditors, many to whom are employees. The cost and expense of mailing notices and copies of motions to all known creditors is high. In an effort to minimize the cost to the estates of serving such a large number of creditors, the Debtors requests the Court enter an Order limiting notice of the Procedures Motion and the Assumption Motion to:

- a. all entities known to have expressed an interest in a transaction with respect to the Assets;
- b. all entities known to have asserted any lien, claim, interest, or encumbrance in or upon the Assets;

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- c. the United States Trustee's office;
- d. the Internal Revenue Service and other applicable state revenue departments;
- e. those creditors listed on the Debtor's Form B204 (List of Creditors Holding 40 Largest Unsecured Claims);
- f. parties effected by the relief requested, as identified in the motions described above; and
- g. any party that has appeared and/or requested notice.

11. Fed. R. Bankr. P. 2002(a) provides that, unless otherwise ordered by the bankruptcy court, notice of certain matters must be given to, among others, all of a debtor's creditors, equity security holders, and other parties in interest. The Bankruptcy Rules further provide that "[t]he court may from time to time enter orders designating the matters in respect to which, the entity to whom, and the form and manner in which notices shall be sent except as otherwise provided by these rules." Fed. R. Bankr. P. 2002(m); *see also* Fed. R. Bankr. P. 9007 ("When notice is to be given under these rules, the court shall designate, if not otherwise specified herein, the time within which, the entities to whom, and the form and manner in which the notice shall be given.").

12. Additionally, § 102(1)(A) of the Bankruptcy Code states that, where the Bankruptcy Code provides for an action to occur "after notice and a hearing," such action may occur "after such notice as is appropriate in the particular circumstances, and such opportunity for a hearing as is appropriate in the particular circumstances."

13. Debtor submit that the notice described in this motion is reasonable calculated to provide parties-in-interest the notice required as well as reduce administrative expenses.

WHEREFORE, Eat Fit Go Healthy Foods, LLC et al., debtors and debtors-in-possession in the above captioned Bankruptcy Case, respectfully prays this Court enter an order:

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(1) granting this Motion in full; (2) limiting notice of the Procedures Motion and Assumption Motion as described herein; and (3) granting any other relief at equity or law this Court deems necessary.

**EAT FIT GO HEALTHY FOODS, LLC ET
AL., Debtors**

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